

ARTICLE A-V

A-5.1 Each of the member clubs and their respective individual owners, partners, directors, officers and stockholders, as the case may be, shall be bound by all of the terms and provisions of the Constitution and By-Laws.

A-5.2 Each of the member clubs and their respective individual owners, partners, directors, officers and stockholders shall be bound by the decisions of the President and of the Executive Committee in every matter within their respective jurisdictions.

A-5.3 The form of players contract adopted and all contracts between member clubs and their officers, players, coaches and employees, shall contain a clause by which the parties agree to be bound by all of the provisions of this Constitution and By-Laws. Copies of all types of contracts must be filed with the President.

A-5.4 Any officer of the American Football League may be removed from that office for the following reasons only:

1. Conviction of a crime involving moral turpitude.
2. Physical or mental incapacity to perform the duties of that office.
3. Conduct detrimental to the American Football League.

The method for such removal is provided for in ARTICLE II of the By-Laws.

BY-LAWS OF THE AMERICAN FOOTBALL LEAGUE

ARTICLE A-I PRESIDENT

A-1.1 The President is hereby vested by the American Football League and by each and every member club thereof with full and complete authority to carry out the duties herein delegated to him:

A-1.2 He shall preside at all meetings.

A-1.3 He shall preside at all meetings of the Executive Committee except as hereinafter specifically excepted.

A-1.4 He shall order and may be authorized to countersign checks for the payment of such current or ordinary bills as may be presented during the year prior to the annual meeting, if and when such bills are certified by him as just obligations. Such obligations, however, must be those which have to do with the normal operation of the League. Any capital investment or extraordinary obligations must be approved by three-fourths ($\frac{3}{4}$) of the members of the Executive Committee, although such approval may be obtained by mail.

A-1.5 He shall fill by appointment any vacancies which may occur in elective offices for the balance of the term of said elective office or until the vacancy is filled by election duly held pursuant to these By-Laws.

A-1.6 He shall appoint all committees except the Executive Committee.

A-1.7 He shall formulate and from time to time announce the rules of procedure to be observed in connection with the enforcement of the Constitution and By-Laws. He may at any time twenty days prior to the annual meeting submit suggestions for changes to the Constitution and By-Laws.

A-1.8 In the case of conduct detrimental to the American Football League or professional football by any organization not a party to this agreement, or by any individual not connected with any of the parties hereto, the President may, at the expense of the American Football League, take appropriate legal action and such other steps as he may deem necessary and proper in the best interest of the American Football League or of professional football.

A-1.9 The President shall conduct the business of the League and may incur such expenses as in his judgment are necessary to carry on the business of the League, all of which expenses are to be paid from the League treasury.

A-1.10 Every person connected with the League or any member club in any way is prohibited from giving any publicity to any disciplinary action taken by the President, except that the President may issue such publicity when he deems such to be in the interest of the League. Without the prior approval of three-fourths of the member clubs, however, the President may not publicize any disciplinary action taken against any officer, director, or personnel of a member club.

A-1.11 He shall have the authority to remit any fine or to suspend any disciplinary action imposed by him.

A-1.12 He is herewith empowered to establish a Publicity Department. This department shall be under his exclusive jurisdiction and control. He shall have the right to engage the personnel of said department and fix the salaries and expenses thereof.

All publicity personnel of member clubs must send all of their releases to every newspaper, newspaperman, radio station and radio announcer, television station and television announcer located in League cities and which are on the master list of each club in each League city, whether they play in that particular city or not.

A-1.13 The Player grants to the Club and to the League, severally and jointly, the right to use and to authorize others to use the Player's name, picture, likeness, signature (or facsimile thereof), and biographical sketch or any part thereof, for publicity and/or advertising purposes in any manner whatsoever, including, without limitation, use in newspapers, magazines, motion pictures, game programs, annual roster manuals, books, radio and television material, broadcasts, telecasts, and in or in connection with any and all other kinds of communications media and commercial articles and

services, provided that in the case of such use in connection with trading clubs or other commercial articles or services, all moneys received by the Club and/or by the League shall accrue to the Players' Benefit Fund of the American Football League. It is agreed the above grant shall not in itself constitute an endorsement by the Player of a commercial article or service, and that the Player reserves the exclusive rights for such personal endorsements in categories of commercial articles and services approved by the President.

A-1.14 He shall have the sole power to contract for the televising of all championship games to be played each year subject to the conditions contained in ARTICLE XVII of the By-Laws.

A-1.15 He is empowered to negotiate working agreements on behalf of the League with other leagues, which shall be presented to the American Football League for approval before execution. A two-thirds (2/3) vote of members shall be required for approval.

A-1.16 He shall keep the records of the proceedings of the League, and shall keep an accurate account of all business that has been transacted. He shall make a report at each annual meeting.

A-1.17 The President and Assistant Treasurer, if any, shall file a surety company bond in the same amount and in the same terms as provided in ARTICLE III, Section 4, of the By-Laws.

A-1.18 The President shall appoint a League Statistician who shall keep separate team statistics and records and over-all statistics and over-all records for the American Football League.

ARTICLE A-II

EXECUTIVE COMMITTEE

A-2.1 The Executive Committee, as provided for in Section 2 of ARTICLE IV of the Constitution, is hereby vested with the power to impose fines in excess of Two Thousand Dollars (\$2,000.00), but not to exceed Twenty-Five Thousand Dollars (\$25,000.00). It will require a vote of three-fourths (¾) of the members of this League to impose any such fine. It is hereby further vested with the power to investigate and make its recommendations to the League as to any matters referred to it by the President and to audit the books and records of the Treasurer and report on same at the annual meeting.

A-2.2 The Executive Committee shall be vested with the power to remit any penalty under any bond furnished to the League by any member and no penalty under any such bond shall be invoked without a three-fourths (¾) vote of the Executive Committee.

A-2.3 In the event of the death or inability of the President to act in his capacity, the Executive Committee shall declare an emergency to exist. It shall call a special meeting not more than thirty (30) days after such

an emergency is declared, the sole purpose of which shall be for the election of a new President.

A-2.4 In the event that any officer of the American Football League shall fail to abide by this Constitution and By-Laws to the extent that three-fourths (¾) of the Executive Committee shall deem it detrimental to the best interest of the League, then said Executive Committee shall have the full power and authority, after due notice and hearing, to remove said officer and terminate his contract.

ARTICLE A-III

TREASURER AND ASSISTANT TREASURER

A-3.1 The Treasurer shall have charge of the funds.

A-3.2 He shall pay all current bills and salaries incurred after the same have been approved by the President. He shall not use the League funds for any investment without the consent of two-thirds (2/3) of the League membership.

A-3.3 He shall submit at each annual meeting a detailed statement of all receipts and disbursements and a balance sheet showing the exact financial condition of the League as of the last day of the calendar month preceding the date of the annual meeting.

A-3.4 He shall file a surety company bond with the President. Said bond shall be in the sum of Five Hundred Thousand Dollars (\$500,000.00) and the obligee named in said bond shall be the American Football League. The premium for said bond shall be paid by the League.

A-3.5 He shall receive such compensation as the League may fix at any annual meeting, plus reasonable and necessary traveling and other incidental expenses.

A-3.6 He shall forward each week to each club a financial report of games played during that week. Such report shall include attendance, receipts, and any other information which the Treasurer may deem expedient. He shall include in such report any delinquencies from any clubs.

A-3.7 The Treasurer, with the written consent of the majority of the Executive Committee, shall perform the duties of the President in the event of the President's absence or inability to act. In the event of death, resignation or removal from office of the President, the Treasurer shall succeed to the office of the President until a new President is elected. He shall not fill the unexpired term of the President.

ARTICLE A-IV

MEMBERSHIP

A-4.1 The American Football League shall be limited to ten (10) teams unless enlarged or changed by a vote of three quarters (¾) of all members of the League.

A-4.2 The granting of two franchises in any one city shall be prohibited unless approved by all the members of the American Football League.

A-4.3 A franchise certificate shall be issued to all members by the American Football League. These franchises shall remain the property of the members to whom they were issued forever, unless said franchises shall be forfeited or transferred as herein provided.

A-4.4 Within fifteen (15) days after demand is made by the President, each club shall submit under the oath of its President and Secretary the following information and any other information which the President deems necessary to the structure of any club from time to time:

A. If a Corporation:

1. Copy of corporate charter
2. Amount and character of stock authorized
3. Amount and character of stock issued and outstanding
4. Names and addresses of stockholders
5. Names and addresses of directors
6. Names and addresses of officers

B. If not a Corporation:

1. Names and addresses of ownership and proportionate shares to each.

A-4.5 (A) Assessment. Whenever moneys are required to meet the expenses of the League, and League funds are not available for that purpose, then, upon demand by the President each member shall be obligated to contribute equally its share of the required moneys. Such assessments shall be in addition to the obligations of each member for the payment of the amounts prescribed in Section A-4.5 (B) hereof.

(B) No percentage of gate receipts will be assessed by the League Office for regular season games. No percentage of gate receipts will be assessed by either the AFL or NFL. Two per cent (2%) of net gate receipts for pre-season games played between AFL clubs in cities which are not members of either League will be forwarded to the Office. One per cent (1%) each of net gate receipts will be paid to the AFL and the NFL Offices for inter-league pre-season games played in cities which are not members of either League. Net gate receipts as used in this section is defined as gross gate receipts after deducting (a) all Federal, State and Municipal taxes assessed on sale of tickets, (b) a sum equal to fifteen per cent (15%) of the gross receipts after deducting the aforesaid taxes and (c) officials' fees and expenses in the amount of two thousand dollars (\$2,000.00) for each pre-season game.

A-4.6 Application for the transfer, assignment, or sale of a franchise or any controlling interest therein, or any shares of voting stock constituting control of a franchise or the cancellation thereof, must be accompanied by the franchise certificate. All applications for transfer, sale or assignment of a

franchise or any interest therein, or cancellation or retirement of voting stock shares of a franchise, or any act whatsoever which may change in any manner the ownership composition of a franchise, must be forwarded to the President, who shall make such investigation as he deems necessary, and who is hereby empowered to require from all parties any such information as he may deem necessary or desirable, the same to be furnished on demand and under oath if so requested. Upon completing his investigation of any such proposed transfer, sale, assignment, retirement or cancellation, the President shall refer same to the Executive Committee. Every such transfer, sale assignment, retirement or cancellation shall be subject to the approval of the Executive Committee by a three-quarters (¾) vote. This vote can be taken by mail by the President if he so deems it advisable. In the event of the death of any person holding an interest in a League franchise, that interest or his shares of stock may pass by his will, or through intestacy, without the approval of the League.

A-4.7 Every such application shall be accompanied by a certified check payable to the American Football League in the amount of One Thousand Dollars (\$1,000.00) to cover costs and expenses, and the balance, if any remaining, shall be repaid to the applicant.

ARTICLE A-V

APPLICATION FOR MEMBERSHIP

A-5.1 A new franchise may be granted with the consent of three-quarters (¾) of all the members. Any application for admission shall be accompanied by a certified check for Fifty Thousand Dollars (\$50,000.00) or such other amount as may unanimously be voted by the Executive Committee.

In case any application for admission is rejected, the President shall repay to the applicant the balance of the amount which accompanied the application, after deducting therefrom all reasonable expenses incurred in connection with the consideration of the application.

A-5.2 Application for membership in the American Football League shall be made by filing an application with the President on a form to be furnished to the applicant by the President.

A-5.3 All applications for membership shall be referred by the President to the Executive Committee which shall report its recommendations. If the Executive Committee shall report favorably, the franchise shall be granted, if approved by a three-fourths (¾) vote of the member clubs. Any franchise or any agreement under which a franchise is granted may be modified or amended if approved by a three-fourths (¾) vote of the member clubs who are members of the League at the time the franchise was granted.

ARTICLE A-VI

NOTICES

A-6.1 Any notice required to be given by any of the provisions of this

Constitution or By-Laws shall be deemed to be sufficient if in writing and addressed to the last known address of the addressee and deposited in the United States mails with postage prepaid, unless the Constitution or By-Laws specifically require some other or different form of notice.

ARTICLE A-VII MEETINGS

ANNUAL MEETING

A-7.1 The annual meeting shall be held between February 15 and April of each year at such date and place as shall be designated by the President. Notice of the date and place of the annual meeting shall be sent to all clubs at least twenty (20) days in advance of each meeting.

A-7.2 Special meetings may be called by the President upon his own initiative at a date and place to be designated by him. Notice of any special meeting shall be given all members not less than ten (10) days in advance if said meeting. Said notice may be waived by the unanimous vote of the member clubs.

After the date and place of the annual meeting, or any special meeting, have been set by the President, a unanimous vote of the members shall be necessary to change such date or place.

A-7.3 At all meetings of the League, each member club shall be entitled to one vote.

A-7.4 Six (6) members in good standing shall constitute a quorum for the transaction of business.

A-7.5 The order of business for the annual meeting shall be as follows:

- Roll
- Reading of the Minutes of the previous meeting
- Admission of new members
- Report of the President and Treasurer
- Report of the Publicity Department
- Report of other committees
- Unfinished business
- Nomination and election of officers
- Installation of officers
- New business
- Adjournment

A-7.6 Except in matters provided for in the American Football League's Constitution and By-Laws, Robert's Rule of Order shall govern all meetings.

A-7.7 The President shall draft a schedule and send it to the member clubs as soon as possible after the annual meeting each year. The schedule

shall provide that each team in a division shall play each other team in that division home and home games each year, and that each team in the League will play at least one game with each other team in the League each year.

ARTICLE A-VIII PROHIBITIONS

A-8.1 It shall be considered a violation of the Constitution and By-Laws and conduct detrimental to the American Football League and professional football, for any club or any person connected in any way with a club or the American Football League:

A-8.2 To enter an officials' dressing room, unless authorized by the President.

A-8.3 A contract with any employee of the League or a club shall include therein a clause whereby said employee shall agree to abide by and to be legally bound by the Constitution and By-Laws and Rules and Regulations of the American Football League and by the decisions of the President which shall be final, conclusive and unappealable; such contract also shall include a clause which provides that the party or parties thereto if involved or affected in any manner whatsoever by a decision of the President agree to release the President and to waive every claim he or they may have against the President individually and in his official capacity and/or against the American Football League and against every club in the American Football League and against any director, officer and stockholder or partner of any club in the American Football League for damages and for all claims and demands whatsoever arising out of or in connection with the decision of the President.

A-8.4 To allow champagne or other alcoholic beverages in AFL dressing rooms nor in or around the field of play.

A-8.5 No beer or other beverage may be dispensed in AFL stadia except by being poured into paper cups.

A-8.6 Any use by any club at any time, from the start to the finish of any game in which such club is a participant, of any communications or information-gathering equipment, other than Polaroid-type cameras or field telephones, shall be prohibited, including without limitation video tape machines, telephone tapping or bugging devices, or any other form of electronic device that might aid a team during the playing of a game. The penalties for violation of foregoing rule, in addition to other fines or suspension of the guilty person or persons for no less than five years and a fine of \$50,000 for the offending club.

ARTICLE A-IX PLAYER'S CONTRACT

A-9.1 The Standard Form of Player's Contract shall be used by all

member clubs, except that it shall be understood that any bonuses, salary advancements and other contractual arrangements shall be placed on back of said contract. The President shall be given the power to approve any changes made by a member club in the Standard Form of Player's Contract. All contracts must be submitted to the President's Office within 10 days of their being signed by the player.

A-9.2 Those players who were active during the previous year and whose options the club wishes to take up for the forthcoming season should on or before April 1 be sent written notice of the club's intention to renew aid contract.

A-9.3 All other players who were active during the preceding season must be placed on waivers on or before April 1. If such players are placed on waivers and waivers are recalled, said players must be traded or signed by the waiving club on or before April 20 or again placed on waivers, without privilege of recall.

ARTICLE A-X

CONDUCT OF CHAMPIONSHIP GAMES

A-10.1 Each club shall have a minimum of 25 players under contract who shall be in uniform on the field and available to play in any championship game. In addition to the above roster limitations, each club may carry as "extras" all players who participate in the current year's Tribune All-Star game until the final cut on Tuesday prior to the opening Championship game.

A-10.2 If a player leaves camp within five days prior to the first cut down date or after the first cut down date but not later than the Saturday preceding the Saturday of the team's opening game of the season, he must return to camp within five days of departure or be subject to being placed on reserve by his current club. The club may, at its discretion, provide for the return of the player to the active roster by the fact that it retains a place on said roster for said player. If it does not retain a place on said roster for said player and the player returns within a five day period, the club shall be required to waive or trade the player in accordance with league rules; however, should he walk out following the last Saturday preceding the Saturday of the team's opening game of the season, the club may, at its discretion, provide for the return of the player to the active roster by the fact that it retains a place on said roster or he will not be able to participate with his current club and will not be able to participate in the AFL during that season unless placed on waivers or traded by his current club, at its own discretion. Any other club found guilty of talking to, or in any way tampering with a player before or after he leaves camp, will be subject to major penalties.

A-10.3 The visiting team shall wear white, and the home team shall wear the colors listed below (Section 10.6), provided they do not conflict with the white worn by the visiting team.

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A-10.4 The visiting club shall supply its roster, showing names and numbers, and pictures of all its players and coaches to the home club two (2) weeks in advance of the game. The names and numbers of any newly secured players shall be forwarded by telegraph to the home club immediately upon their acquisition.

A-10.5 The winner in each division shall be determined upon the basis of the percentage of games won and lost. In calculating the respective percentages, games resulting in a tie are not to be considered as having been played. The percentages are to be computed by dividing the number of games won by the total number of games played, the winner to be the club with the highest percentage.

A-10.6 The various clubs have been awarded the following colors and only the President shall have the authority to make any changes thereof:

COLORS

Boston — Red, White and Blue
Buffalo — Royal Blue, White and Scarlet
Cincinnati — Orange, Black and White
Denver — Orange, White and Royal Blue
Houston — Scarlet, Columbia Blue and White
Kansas City — Red and Gold
Miami — Aqua, Orange and White
New York — Kelly Green and White
Oakland — Black, Gold and White
San Diego — Blue, White and Gold Trim

A-10.7 All clubs must reserve one-hundred (100) seats in as choice a location as is possible for the visiting fans and hold same for their use until three days prior to the playing of the game. It is the responsibility of the visiting club to inform the home club of its ticket needs by the deadline date.

A-10.8 The home team shall provide ambulance facilities for the use of both teams.

A-10.9 All teams traveling by air to play a championship game must arrive in the game city or vicinity before twenty-four (24) hours prior to the scheduled kickoff, unless adequate protection is provided for the squad to make the trip by other means of transportation.

A-10.10 A brown football with white stripes must be used in all night games, championship and non-championship games.

A-10.11 Each team must provide a tarpaulin to fully cover its football field.

A-10.12 Teams playing in parks with baseball facilities should seed its infield after the baseball season.

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A-10.13 Bull horns, klaxons and other mechanical noise-making devices are banned from parks in the AFL.

A-10.14 When a game is scheduled in a stadium used for baseball, the President shall have the right to change the site of the game, whenever he concludes such action is necessary by reason of the probable participation of the baseball club in the World's Series; in such event, the visiting club will be reimbursed by the League for any extra travel expense necessarily incurred because of such change, and the home club will be compensated by the League for any loss of revenue suffered by it as a result of such change in the site of the game. The President's decision shall be final and binding upon both of the affected clubs in respect to the need for an amount of any such compensation and reimbursement.

ARTICLE A-XI

FINAL CHAMPIONSHIP GAME

A-11.1 The Final Championship Game shall be played on a date selected by the President.

A-11.2 Beginning with the season of 1961, the Final League Championship Game shall be played on the home grounds of the club winning the Western Division championship. The following year it shall be played in the Eastern Division, and alternating thereafter, unless both clubs agree to a transfer of the game, which transfer must be approved by the President.

A-11.3 The President shall select the officials to officiate at the Final League Championship Game.

A-11.4 On or about the first day of December, the President shall call a meeting of all the clubs which have a possible chance of participating in the Final League Championship Game. At such meeting each club shall submit its normal scale of prices and furnish such other information as the President may require.

A-11.5 The President shall fix the prices for reserve tickets, which price shall be (a) at the minimum rate of Four Dollars (\$4.00) for each ticket in all cases where the seating capacity of the park is less than *Forty Thousand* (40,000) persons and (b) at the minimum rate of Three Dollars (\$3.00) for each ticket, in all cases when the seating capacity of the park is in excess of *Forty Thousand* (40,000). The printing of tickets shall be under the direction of the President and shall be charged against the receipts of the game.

A-11.6 Tickets for the game shall be available for distribution not later than the day following the game which decides which teams are to participate. There shall be no complimentary tickets for the game.

A-11.7 All receipts of the game, which shall include all receipts from the sale of tickets whether presented for admission or not, and any additional receipts from television, radio and moving pictures, shall be turned over to the League treasury. The program (advertising and sales) shall belong to the

home club and any profit shall belong to and loss shall be borne by the home club. A percentage of the receipts from the televising of the Final Championship Game shall be allocated to the Championship game pool exclusively at the discretion of the Executive Committee, and the remaining percentage of such television receipts shall be turned over to the member clubs in accordance with Article XVII.

A-11.8 The Treasurer of the American Football League shall, after approval by the President, make the following distributions:

After deducting Federal and other taxes, ground rental and all expenses pertaining to the game, including a flat sum of Four Thousand dollars (\$4,000.00) to the host team for handling intangible office expenses, thirty-six per cent (36%) of the remainder shall be distributed to the players of the winning team; twenty-nine (29%) to the players of the losing team; ten per cent (10%) to the winning member club; nine per cent (9%) to the losing member club; and sixteen per cent (16%) to the League for distribution equally to member clubs. The respective clubs shall be responsible for player obligations, including insurance, workmen's compensation and payroll taxes.

A-11.9 The club winning the Final League Championship Game shall be presented with the American Football League Championship Trophy, to be retained by the club as long as it retains the League Championship. When the League Championship passes from one club to another, the club holding the trophy must transfer it forthwith to the President, who in turn shall present it to the new League Champions. Each year the winning club shall be given by the League a miniature of the trophy as its permanent possession.

A-11.10 If the game results in a tie score, the sudden death system of determining the winner shall prevail, as more particularly set forth in the rule book.

A-11.11 Only such players as were eligible on the contending teams in all of the last three regularly scheduled championship games will be eligible to compete in the final championship game, with the exception that each club may add two players to be taken from the list of those players whom it had previously waived or deferred during the season, providing such players were not on the roster of any other club on the third to the last game of the season. However, the rosters of contending teams shall not exceed the regular player limit for the Championship Game. Eligibility will be established from official records in the President's office.

A-11.12 The President shall have authority to order the home club to place at the disposal of the visiting club, for sale, such number of Final League Championship Game tickets as he deems reasonable and necessary to meet the requirements of the visiting club, not exceeding twenty per cent (20%) of each of the various priced tickets, after season ticket holders, 100 tickets for each club, the President and the Publicity Department are taken care of. All unsold tickets in the hands of the visiting club, together with check covering sale of tickets, must be returned by Registered Air Mail,

Special Delivery, to the home club not later than midnight, Thursday, preceding the Sunday of the game.

A-11.13 The players on each club shall meet and determine how their share of the money is to be divided. All players declared eligible to play in the Final League Championship game who were with the team the entire season and all regular coaches, the trainer and the equipment man shall receive equal shares and not less than a half ($\frac{1}{2}$) share may be voted to players who have not been with the team the entire season but who are activated for the Final Championship Game. If there is more than one trainer or equipment men, then these trainers and equipment men, shall, as a minimum, divide one (1) share, unless voted more by the players. Additional shares or portions thereof may be voted to coaches, trainers, other club attaches, or to any player who has been with said team during the current season, provided said player is not on the roster of any other American Football League team. After such meeting the management of each team shall forward to the President the names of the players and the percentage of its share that each is to receive. The disbursement will then be made by the Treasurer after approval by the President.

A-11.14 The visiting club shall be allowed transportation and reasonable hotel expenses for its player roster plus seven (7) men. Under no consideration shall players of either home or visiting club be paid any salary other than their share of the receipts of such game.

A-11.15 Entertainment between halves shall be promoted and provided by the home club under the supervision of the President, and the cost of same shall be charged to and paid as an expense of the game.

ARTICLE A-XII

DIVISION PLAYOFF GAME

A-12.1 When a playoff game is required to determine a division champion, the site of the game shall be determined by the flip of a coin during the meeting of the clubs, as provided in Article XI, Section 4.

A-12.2 The President shall fix the dates and select the officials.

A-12.3 The President shall authorize the printing of tickets for said game, the cost of the tickets to be paid out of the proceeds of the game.

A-12.4 The players shall receive only their regular game salary, and if they are on seasonal contract they shall receive one-fourteenth ($\frac{1}{14}$ th) of their season salary.

A-12.5 The net receipts shall be divided equally between the two clubs participating in the playoff after deducting (a) all Federal, State and Municipal taxes, if any, assessed on the sale of tickets and (b) a sum equal to fifteen per cent (15%) of the gross receipts after deducting the aforesaid taxes; and (c) the standard League percentage of the balance, which percentage shall be paid to the Treasury of the American Football League; and (d) the visiting club's reasonable expenses for forty (40) men;

and (e) the expenses of the band and other reasonable entertainment; and (f) the salaries to park employees; and (g) reasonable and proper incidental expenses including officials' fees and traveling expenses. Salaries or expenses of executives or office help or medical expenses are not a proper deduction. In the case of an extraordinary expense as to which the two participating member clubs cannot agree, the matter shall be decided by the President, and his decision shall be final, binding and unappealable.

A-12.6 If the score is tied at the end of the regular game, the winner shall be decided by the sudden death system as especially provided for in the Rule Book.

A-12.7 Only such players as were eligible to play on the contending clubs in their last two (2) regularly scheduled championship games will be eligible to compete in the Division Play-Off, except that two players may be added from the respective club's waiver or deferred list under arrangements outlined in Article XI, A-11.11. Such eligibility list will be taken from the official records in the President's office.

ARTICLE A-XIII

PRE-SEASON AND POST SEASON GAMES

A-13.1 No member shall schedule a game without the approval of the President and the entire pre-season schedule shall be coordinated by the League office.

A-13.2 The President may grant permission for two (2) League teams to play against each other provided:

Item A. That all contracts for pre-season games shall provide that the participating teams share equally in the net receipts. No pre-season game except those sponsored by a League member may be played under a minimum guarantee provision (as distinct from a percentage provision) for less than Ten Thousand Dollars (\$10,000.00), as a minimum guarantee for each team, provided that sum or more shall have been the amount paid under a previous minimum guarantee contract provision. This provision shall not affect existing contracts presently on file in the office of the President.

Item B. All teams traveling by air to play a pre-season game must arrive in the game city at least by the evening prior to the game date, unless adequate protection is provided for the squad to make the trip by other means of transportation.

A-13.3 No team shall participate in any non-championship games after the League Football Championship is decided, except the League Championship team must play the non-championship games contracted for by the League.

A-13.4 No club may play a non-championship game of any kind what-

soever, after such club has played its first scheduled League Championship Game.

A-13.5 The official AFL All-Star game shall be conducted under arrangements made by the President and any revenue accruing therefrom shall be divided equally among member clubs of the AFL or in accordance with the directions of the Executive Committee. He shall also have the sole power to contract for merchandising, promotions and other commercial and non-commercial projects and any revenue accruing therefrom shall be distributed equally among member clubs of the league or in accordance with directions of the Executive Committee.

A-13.6 The President's office must approve the playing rules under which a pre-season game is played by an AFL club against a Canadian League club, and such rules must be on an equitable basis for the teams involved.

A-13.7 Each member club in the league may schedule a pre-season game or games with a club not a member of the league, provided said game or games are first approved by the President and conform to the Rules and Regulations established by the member clubs of the League.

ARTICLE A-XIV

DISASTER PROVISIONS

A-14.1 If any member club is involved in a disaster, such as an airplane crash, or some other casualty which kills or permanently maims all or substantially all of the payer personnel under contract to said member club, all other member clubs, under the direction of the President, shall transfer and assign the contracts of not more than four (4) players from each club to the stricken member club for the purpose of re-establishing a team as promptly as possible.

A-14.2 The President, and the Executive Committee shall take any and all other action necessary to re-establish said team.

ARTICLE A-XV

INTERNAL SECURITY OF THE LEAGUE

A-15.1 Each member club has agreed, subject to the provisions of this Constitution and By-Laws, to organize and maintain in a solvent condition a professional football team in the city in which its franchise is located: to field a team whenever scheduled to do so; to pay promptly all financial obligations of said team, and it has obligated itself not to sell, assign, transfer or surrender or in any way dispose of, in whole or in part, the franchise in said American Football League without the unanimous written consent of all other franchise holders.

A-15.2 If any member club should suffer default as provided above, the President shall recommend to the Executive Committee the amount of dam-

ages which should be payable by said member club in default to the League, and thereafter said penal sum as provided by the bond shall be remitted in whole or in part as decreed by a three-fourths (¾) vote of the Executive Committee; provided that should the recommendation of the President not be agreeable to the Executive Committee such an amount as may be determined by said Committee shall then be paid to the League.

ARTICLE A-XVI

AMENDMENT OF CONSTITUTION AND BY-LAWS

A-16.1 This Constitution and its By-Laws may be altered or amended at any annual or Executive Committee meeting by a three-fourths (¾) vote of the club members, provided it is submitted to the President in writing at least twenty (20) days prior to the meeting.

A-16.2 This Constitution and its By-Laws may be altered or amended by a unanimous vote of all the member clubs at any annual or special meeting or a meeting of the Executive Committee or by a telephonic or mail vote, each vote to be ratified by letter from the respective club.

ARTICLE XVII

BROADCASTING AND TELEVISION

A-17.1 All regular and post-season television income will be handled on a cooperative basis in the name of the American Football League but for the benefit of the individual franchise holders and not for the League itself, except as hereinafter specifically provided otherwise. All income from regular season and post-season and other televised games, derived by the League and any and all individual clubs, shall be paid directly to the American Football League as an agent, for distribution to participating clubs equally, or shall be distributed directly to member clubs in accordance with instructions from the President, but other television income from local highlights shows, pre- and post-game shows and pre-season games contracted by the individual clubs shall accrue to and be paid directly to the local clubs. Income paid directly to the American Football League as an agent for the member clubs therein, shall be held on deposit by the League's treasurer and distributed at a time and in amounts designed by the President.

A-17.2 Net income from theater and pay television shall be divided sixty per cent (60%) to the home team and forty per cent (40%) to the visiting team, after the three per cent (3%) deduction allocated to the League office.

A-17.3 Contrary to the policy outlined in Section 1 of this Article XVII, with respect to the regulation of television income, each member of the American Football League shall have the right, without restriction, to enter into any contract it deems advisable with respect to radio rights; pro-

vided that such contract shall in no way be detrimental to the American League. Except for the Final Championship Game, any and all income derived by any member club from the sale of radio rights shall be paid directly to said club and shall not be pooled and thereafter divided on an equal basis, as the television income shall be.

Although the arranging for national or regional radio network coverage of the Final Championship Game shall be conducted exclusively by the President's office, individual clubs may negotiate in their basic radio contract for the broadcasting of the Final Championship Game by their local outlets, providing the club is a participant in said Final Championship Game and providing the resulting proceeds accrue to the championship game pool.

NATIONAL FOOTBALL LEAGUE

CONSTITUTION

AND

BY-LAWS

CONSTITUTION AND BY-LAWS

of

NATIONAL FOOTBALL LEAGUE

(An Unincorporated Association Not For Profit)

ARTICLE N-I

NAME AND PRINCIPAL OFFICE

N-1.1 The name of this association shall be NATIONAL FOOTBALL LEAGUE, hereinafter called "League"; the word "League" herein shall refer to the National Football League, unless otherwise specified.

N-1.2 The Commissioner shall select the location of the office of the League, which shall be located in or adjacent to a city in which a League franchise is operated.

ARTICLE N-II

PURPOSES AND OBJECTS

N-2.1 The purpose and objects for which the League is organized are:

- (a) To promote and foster the primary business of League members, each member being an owner of a professional football club located in the United States;
- (b) To do and perform such other functions as may be necessary to carry out the purpose and objects of the League.

N-2.2 The League is not organized nor to be operated for profit.

ARTICLE N-III

MEMBERSHIP

N-3.1 Membership in the League shall be limited to the members in the League at the time of the adoption of this Constitution and such new members as may be thereafter duly elected, provided, however:

- (a) The admission of a new member within the territorial limits of a city in which a franchise is presently located is prohibited unless approved by the unanimous consent of all members of the League, and
- (b) Membership in the League is limited to sixteen (16) members subject to the provisions of Section N-3.1 (a) above; such limit on the number of members in the League may be changed only by the affirmative vote of not less than thirteen (13) members of the League.

N-3.2 Any person, association, partnership, corporation, or other entity of good repute organized for the purpose of operating a professional football club shall be eligible for membership except:

- (a) No corporation, association, partnership or other entity not operated for profit nor any charitable organization or entity not presently admitted to membership in the League shall be eligible for membership.

N-3.3 (A) Each applicant for membership shall make a written application to the Commissioner. Such application shall describe the type of organization and shall designate the city in which the franchise of the applicant shall be located; such application shall further describe and contain the following information:

- (1) The names and addresses of all persons who do or shall own any interest or stock in the applicant, together with a statement that such persons will not own or hold such interest or stock for the benefit of any undisclosed person or organization.
 - (2) A detailed balance sheet of such company as of the date of organization and a pro forma statement as of the time it shall commence actual operation. A written financial statement shall be required from the applicant and from anyone owning an interest in any applicant, including stockholders and partners.
 - (3) If applicant is a corporation, a certified copy of the Articles of Incorporation, By-Laws and share certificate shall accompany such application provided, however, if the organization of such corporation has not been commenced or completed a detailed statement summarizing the proposed plan of operation and the capital structure thereof shall be furnished.
 - (4) If applicant is a partnership, unincorporated association or other entity, a certified copy of the Articles of Co-Partnership or organization agreement shall accompany such application.
 - (5) The names and address of all officers and directors.
 - (6) All applications shall contain a representation that upon acceptance, the applicant will subscribe to and agree to be bound by the Constitution, By-Laws, Rules and Regulations of the League and any amendments or modifications thereof.
- (B) Each application for membership shall be accompanied by a certified check for Twenty-Five Thousand Dollars (\$25,000.00). Upon approval of any application for membership, an additional Twenty-Five Thousand Dollars (\$25,000.00) shall be paid to the League. If any application for admission is rejected, the League shall repay to the applicant the sum of Twenty-Five Thousand Dollars (\$25,000.00) paid by the applicant at the time of such application, less all expenses reasonably incurred in connection with the consideration and investigation of such application.
- (C) Upon receipt of any application for membership in the League, the Commissioner shall conduct such investigation thereof as he deems

appropriate. Following the completion of such investigation, the Commissioner shall submit the application to the members for approval together with his recommendation thereon, and such information thereon that the Commissioner deems pertinent. Each proposed owner or holder of any interest in a membership, including stockholders in any corporation, all partners in any partnership member and all other persons holding an interest in any membership entity, must be individually approved by the members; approval of the new membership and of all persons owning any interest therein shall be effective if approved by the affirmative vote of no less than thirteen (13) members.

N-3.4 Each member shall receive a Franchise Certificate of Membership signed by the Commissioner and Secretary of the League, certifying that such member is a member of the League, and holds a franchise from the League to operate a professional football club in a designated city. Such Franchise Certificate shall not be assignable nor transferable, except as provided in Section 3.5 hereof.

N-3.5 No membership, or any interest therein, may be sold, assigned, or otherwise transferred in whole or in part except in accordance with and subject to the following provisions:

- (a) Application for the sale, transfer or assignment of a membership or of any interest therein, must be made in writing to the Commissioner; upon receipt of such application, the Commissioner is empowered to require from applicant and applicant shall furnish such information as the Commissioner deems appropriate, including:
 - (1) The names and addresses of each of the buyers, transferees or assignees thereof.
 - (2) The price to be paid for such sale, transfer or assignment, and the terms of payment, including a description of the security for any unpaid balance, if any.
 - (3) A banking reference for each buyer, transferee, or assignee.
 - (4) If the buyer, transferee or assignee is a corporation, a copy of the Articles of Incorporation and By-Laws thereof, together with a copy of the share certificate of each class of stock to be outstanding, the names and addresses of the directors and officers thereof, the names and addresses of the stockholders therein and the price paid or to be paid and the time of payment for said stock, a copy of any proposed voting trust agreement and of any voting trust certificates.
- (b) Upon receipt thereof, the Commissioner shall conduct such investigation as he deems appropriate. Upon the completion thereof, the Commissioner shall submit the proposed transfer to the members for approval, together with his recommendation thereon, and all information in respect thereto that the Commissioner deems pertinent. All sales, transfers or assignments, except a transfer referred to in Section N-3.5 (c) hereof, shall only become ef-

fective if approved by the affirmative vote of not less than thirteen (13) members of the League.

- (c) If any person owning or holding a membership, or an interest therein, by stock ownership or otherwise dies, such membership or interest therein may be transferred to a member of the "immediate family" of the deceased without requiring the consent or approval of the members of the League or the Commissioner thereof; similarly, if any person owning or holding a membership or an interest therein, by stock ownership, or otherwise, seeks to transfer such membership or any interest therein, by gift, such membership or the interest therein may be transferred to the donee if the donee is a member of the "immediate family" of the donor; in such event, no consent to or approval of the members of the League or the Commissioner shall be required to complete such transfer. The "immediate family," for the purpose of this paragraph, shall mean the wife, child, mother, father, brothers, and sisters, or any other lineal descendant of the deceased or donor. In all other cases involving death or transfers by gift, any person succeeding to a membership or an interest therein, whether by gift, will, intestacy, or otherwise, must be first investigated by the Commissioner in such manner as the Commissioner deems appropriate. Upon the completion thereof, the Commissioner shall submit such succession or transfer to the membership for approval and shall accompany the same with his recommendation thereon; no such succession or transfer shall be effective unless first approved by the affirmative vote of not less than thirteen (13) members of the League.

N-3.6 either:

Any member of the League may withdraw from membership

- (a) By selling, assigning, or transferring its membership upon the terms and conditions set out in Section N-3.5 hereof; or
- (b) A Club may voluntarily withdraw from the League by tendering its written resignation to the Commissioner and simultaneously surrendering its Franchise Certificate of Membership, making full payment of any and all dues, assessments, or other debts owing to the League, and assigning to the League, or its nominee, all player contracts and the lease of its playing field, and to the extent lease is assignable; provided, however, that no voluntary withdrawal may be made in any year between March 1st and the date of the World Championship Game of that year, except with the unanimous consent of all members.

N-3.7 Membership in the League shall be automatically terminated whenever:

- (a) An individual or corporate member or a partnership member or any partner therein, makes an assignment for the benefit of his or its creditors or files a voluntary petition in bankruptcy, or whenever a receiver or trustee in bankruptcy is appointed for the

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property and assets of the member or of any person holding an interest in a partnership member or whenever reorganization proceedings in bankruptcy are instituted by or against the member or by or against any partner possessing an interest in a partnership membership.

- (b) A member disbands its team during the regular season, or
- (c) A member permanently disbands its business organization or ceases its business.

N-3.8 (A) Upon the expulsion of a member or upon any other involuntary termination of membership, the following shall occur:

- (1) The lease of its playing field or interest of the member therein, if and to the extent the lease or interest is assignable, shall, upon demand of the League, be assigned to the League or its nominee, provided, however, that the assignment of said lease to the League shall first be approved by the affirmative vote or written consent of no less than thirteen (13) members of the League; said lease shall thereafter be handled or disposed of in such manner as the remaining League members, by the affirmative vote of no less than thirteen (13) members, shall decide.

- (2) Title to all players contracts of the terminated member and title to all players on the Reserve or Selection List of such terminated member and any interest or right to such players and contracts shall, if demanded by the League, be assigned to the League or its nominee, provided that such assignments are first approved by the affirmative vote or written consent of not less than thirteen (13) of the remaining League members; said players and contracts so acquired shall thereafter be handled and disposed of within the League in such manner as the remaining member clubs by the affirmative vote of not less than thirteen (13) members of the League shall decide.

- (3) All interest of the terminated member in and to any funds or property of the League, or any right or interest therein, shall cease.

(B) Whenever any stockholder, partner or holder of an interest in a member club is requested to sell or dispose of his stock or an interest in a membership in the League by reason of an expulsion or otherwise involuntary termination, such sale or disposition must be completed within one hundred twenty (120) days after such action has been ordered. If such stock or interest is not sold or disposed of within one hundred twenty (120) days then the price and other terms of the sale or disposition shall be fixed by mutual agreement between the person affected and the Commissioner; if such cannot be accomplished by mutual agreement, then the price and other terms shall be fixed by arbitration with one arbitrator to be selected by the Commissioner and the other by the affected holder of the stock or interest. If within five (5) days the two arbitrators cannot agree on the price and terms, then the two arbitrators shall select a third arbitrator and the decision of the majority of the arbitrators shall be binding on all parties. If any per-

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